

SUNTRUST BANK, CHATTANOOGA  
PO BOX 622227  
ORLANDO, FL 32862-2227

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66/E00/0680/0 /00  
0000000141309  
05/31/2001

# SUNTRUST

## Account Statement

DAVISON SPECIALTY CHEMICAL COMPANY  
PAYROLL ACCT  
ATTENTION: BILL BRYANT  
4000 N HAWTHORNE ST  
CHATTANOOGA TN 37406-1313

Questions? Please call  
1-800-786-8787

THANK YOU FOR BANKING WITH SUNTRUST. TO LEARN MORE ABOUT HOW SUNTRUST CAN MEET YOUR FINANCIAL SERVICES NEEDS, PLEASE VISIT OUR WEB SITE AT [WWW.SUNTRUST.COM](http://WWW.SUNTRUST.COM).

Account Summary	Account Type	Account Number	Statement Period	Taxpayer ID
	BUSINESS REGULAR CHECKING	0000141309	05/01/2001 - 05/31/2001	52-0968234
<hr/>				
	<b>Description</b>	<b>Amount</b>	<b>Description</b>	<b>Amount</b>
	Beginning Balance	\$45,245.46	Average Balance	\$45,245.46
	Deposits/Credits	\$0.00	Average Collected Balance	\$45,245.46
	Checks	\$0.00	Number of Days in Statement Period	31
	Withdrawals/Debits	\$0.00		
	Ending Balance	\$45,245.46		
<hr/>				
<b>Balance Activity History</b>	<b>Date</b>	<b>Balance</b>	<b>Collected Balance</b>	<b>Date</b>
	05/31	45,245.46	45,245.46	

**Corporate Business Account Statement**

Account number: 40-0264-1360

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Number of enclosures: 0

Tax ID Number: 13-5114230

For Client Services:

Call 1-877-824-5001

Visit us at [www.treasury.pncbank.com](http://www.treasury.pncbank.com)

Write to: Client Services

P.O. Box 1198

Cincinnati, OH 45201

For the period 05/01/2001 to 05/31/2001

W R GRACE & CO  
 DAVISON CHEMICAL DIVISION  
 C/O JIM YALE  
 5500 CHEMICAL RD  
 BALTIMORE MD 21226-1604

**Account Summary Information****Balance Summary**

Beginning balance	Deposits and other credits	Checks and other debits	Ending balance
25,000.00	0.00	0.00	25,000.00

**Deposits and Other Credits**

Description	Items	Amount
Deposits	0	0.00
National Lockbox	0	0.00
ACH Credits	0	0.00
Funds Transfers In	0	0.00
Services	0	0.00
Investments	0	0.00
Zero Balance Transfers	0	0.00
Adjustments	0	0.00
Other Credits	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>

**Checks and Other Debits**

Description	Items	Amount
Checks	0	0.00
Returned Items	0	0.00
ACH Debits	0	0.00
Funds Transfers Out	0	0.00
Trade Services	0	0.00
Investments	0	0.00
Zero Balance Transfers	0	0.00
Adjustments	0	0.00
Other Debits	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>

**Ledger Balance**

Date	Ledger balance
05/01	25,000.00

no activity

01102007

TOTAL P.18



Direct inquiries to Customer Service  
(337) 494-3354 or (800) 262-5689

W R GRACE CO  
DAVISON CHEMICAL DIVISION  
MR L BREAU-PLANT CONTROLLER  
PO BOX 3247  
LAKE CHARLES LA 706023247

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### Account Summary - Commercial Checking Account 101391210

Previous balance	\$9,830.49	Statement cycle began	May 1, 2001
+ 0 Credits/deposits	\$0.00	Statement cycle ended	May 31, 2001
- 0 Debits/checks	\$0.00	Number of days in cycle	31
- Service charges	\$0.00	Minimum balance this cycle	\$9,830.49
+ Interest paid	\$0.00	Average collected balance	\$9,830.00
Ending balance	\$9,830.49	Interest paid YTD	\$0.00

### Service Charges

Date	Service Description	Number of Items	Fee per item	Total
05/31	Maintenance charge			\$7.50
05/31	Earnings credit			\$7.50-
	Monthly cycle service charge			\$0.00
	Average investable balance			\$8,847.00

### Balance Summary

Date	Balance	Date	Balance	Date	Balance
04/30	\$9,830.49	05/31	\$9,830.49		



# Bank of America



Bank of America, N.A.  
NC1-003-05-01  
P.O. Box 1091  
Charlotte, N.C. 28254-9100

### Account Reference Information

Account Number: 0000 0002 2137  
Tax ID Number: 12-8114290  
E O C Enclosures 0  
Statement Period 0022218  
06/01/01 through 06/31/01

00019785 1 AT 0.267 12 01005 001 SCH999 11  
NTL KAOLIN PROD CD W R GRACE  
CD DAVISON CHEM PAYROLL ACCT  
213 KAOLIN RD  
AIKEN SC 29801-9016

## Customer Service:

Bank of America, N.A.  
P.O. Box 1091  
Charlotte, N.C. 28254-3489  
1.800.785.8686 Express Service

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### Account Summary Information

Statement Period	05/01/01 through 05/31/01	Statement Beginning Balance	30,610.02
Number of Deposits/Credits	0	Amount of Deposits/Credits	0.00
Number of Withdrawals/Debits	0	Amount of Withdrawals/Debits	0.00
Number of Deposited Items	0	Statement Ending Balance	30,610.02
Number of Enclosures	0	Average Ledger Balance	30,610.00
Number of Days in Cycle	31	Service Charge	0.00

### Daily Ledger Balances

05/01	30,610.02
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## Message Center

Good news. Starting next month, you'll see improvements to your statement. We've made it easier to balance your business statement by organizing your company's check card and ATM card transactions by each cardholder's card number. Look for more information in your next statement. Thank you for banking with Bank of America.

We are changing some of the fees that apply to your account. You may or may not be affected by all these changes, depending on your balances and the services you use. These price changes are effective July 1, 2001. Cashiers Checks \$5 per check, Paid or returned insufficient funds, overdrafts \$28 per item; Cash processing banking center:

currency supplied \$.08 per \$100, boxed coin provided \$.10 per roll, change order \$2 per order; money orders \$4 per order, stop payment \$28 per request, tax levies/garnishments \$75 each.

ATTN-Billie Gardner  
410-531-4359

**allfirst**

W R GRACE COMPANY INC  
DAVISON CHEMICAL DIV  
BALT SALARIED PAYROLL/BILLIE GARDNER  
7500 GRACE DRIVE  
COLUMBIA MD 21044

M2

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## Corporate Checking

May 1, 2001 thru May 31, 2001

W R GRACE COMPANY INC  
DAVISON CHEMICAL DIV  
BALT SALARIED PAYROLL/BILLIE GARDNER

Account Number  
00162-9865-7

**?** For assistance call  
The Financial Center  
1-800-220-6004

### Activity Summary

Avg daily ledger balance	\$807,163.22	Balance on 04/30	\$598,076.00
Enclosures	39	000039 checks/list post	-79,939.19
		Funds transfers (net)	85,790.75
		Balance on 05/31	\$603,927.56

### Checks/List Post

\* Denotes missing sequence number

Serial Number	Amount	Date	Reference Number	Serial Number	Amount	Date	Reference Number
0000004559	4356.63	05/08	014832133	0000004588	42,090.04	05/31	012520358
0000004565	2,105.14	05/01	016719375	0000004589	356.63	05/31	012554929
0000004566	1,587.43	05/02	014123374	0000004590	2,032.15	05/30	012423910
0000004571	5,219.32	05/14	034846085	0000004591	1,409.77	05/25	036843141
0000004572	1,433.72	05/14	016347197	0000004593	1,896.20	05/29	052201851
0000004576	356.63	05/15	012770040	0000004594	1,986.50	05/29	052201652
0000004577	1,442.84	05/15	016633596	0000004595	1,753.10	05/30	036270922
0000004578	2,032.16	05/15	016633597	0000004596	1,082.84	05/29	032201779
0000004579	1,447.03	05/14	032679593	0000004597	1,508.45	05/30	014292901
0000004580	2,379.06	05/14	032679594	0000004598	1,566.92	05/29	018118888
0000004581	1,028.09	05/16	014885213	0000004599	1,167.11	05/29	018118885
0000004582	1,635.57	05/14	012406779	0000100295	134.60	05/07	014548568
0000004583	687.86	05/14	016961302	0000100321	862.62	05/11	012214938
0000004584	1,138.62	05/14	016361301	0000100322	1,449.09	05/08	016582926
0000004585	1,576.16	05/15	014707517	0000100323	694.66	05/01	038138985
0000004586	1,557.10	05/14	014489087	0000100324	1,580.22	05/14	032610417
0000004587	1,243.32	05/15	018351975	0000100325	1,390.08	05/11	036725373

01102010

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## Checks/List Post - continued

Serial Number	Amount	Date	Reference Number	Serial Number	Amount	Date	Reference Number
0000100326	\$1,187.90	05/16	014859875	0000100331	\$26,809.00	05/22	018464719
0000100329 *	100.00	05/30	014292900	0000100333 *	991.76	05/30	032420307
0000100330	1,254.85	05/21	012223730		\$79,939.19	Checks Total	

6/18/01 pr

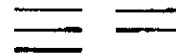
## Funds Transfers

Date	Description	Amount
05/03	ACH INTERNAL CREDIT 100022106 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011232570509	\$128,681.03
	ACH INTERNAL DEBIT 100022108 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011232570510	-128,681.03
05/09	WIRE TRANSFER CREDIT 509001304 500094549 ALB SEQ=010509001304;FED REF=002145;SEND ING BANK=021000021;REF FOR BEN=TEBC OF O 1/05/09;ORIGINATOR=W.R. GRACE AND COMPAN Y SYRACUSE FUNDING ACCOUNT;OBI=SALARIED P AYROLL	1,596,716.87
05/10	ACH INTERNAL CREDIT 100010292 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011304942439	133,558.59
	ACH INTERNAL DEBIT 100010294 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011304942440	-133,558.59
	ACH DEBIT 100010296 BNF CTS PR TAXES C4025-119116870 1411902914WR GRACE & CO-CONN 20011304922378	-940,143.68
05/11	ACH INTERNAL CREDIT 100016137 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011315233985	1,560,299.13
	ACH CREDIT 100016145 RETURN VIA DXA RETURN 05-11.5 BANK 001WR GRACE & CO-CONN 20011315425294	940,143.68

Continued on next page



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W R GRACE COMPANY INC  
DAVISON CHEMICAL DIV  
BALT SALARIED PAYROLL/BILLIE GARDNER

Account Number  
00162-9865-7

For assistance call  
The Financial Center  
1-800-220-6004

## Funds Transfers - continued

Date	Description	Amount
05/11	ACH INTERNAL CREDIT 100016141 DAVISON CHEMICAL REVERSAL -SETT-CERIDAT 030597000 20011315233987	\$1,390.00
	ACH INTERNAL DEBIT 100016139 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011315233986	-1,560,299.13
	ACH DEBIT 100016143 W.R. GRACE PAYROLL E98 01 1135114230W.R. GRACE 20011294726468	-1,560,299.13
05/15	ACH INTERNAL DEBIT 100014000 RETURN SETTLE RETURN -SETT-PEP+ RETIRE 20011355962807	-1,390.00
05/17	ACH INTERNAL CREDIT 100010238 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011377245833	131,596.36
	ACH INTERNAL DEBIT 100010240 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011377245834	-131,596.36
05/23	WIRE TRANSFER CREDIT 523001669 500090689 ALB SEQ=010523001669;FED REF=002842;SEND ING BANK=021000021;REF FOR BEN=TEBC OF D 1/05/29;ORIGINATOR=W.R. GRACE AND COMPAN Y SYRACUSE FUNDING ACCOUN;OBI=SALARIED P AYROLL	2,528,607.82
05/24	WIRE TRANSFER DEBIT 524002417 500083847 ALB SEQ=010524002417;FED REF=000869;RECE IVING BANK=071000039;REF FOR BEN=C4025-1 19179461;ORIGINATOR=WR GRACE AND CO INC DAVISON CHEMICAL DIV BALTI	-932,096.26

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Funds Transfers - continued

Date	Description	Amount
05/24	ACH INTERNAL CREDIT 100009331 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011440035149	\$155,092.94
	ACH INTERNAL DEBIT 100009333 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011440035150	-155,092.94
05/25	ACH INTERNAL CREDIT 100016702 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011450330042	1,547,138.55
	ACH INTERNAL DEBIT 100016704 DAVISON CHEMICAL PAYROLL -SETT-CERIDAT 030597000 20011450330043	-1,547,138.55
	ACH DEBIT 100016706 W.R. GRACE PAYROLL E96 01 1195114230W.R. GRACE 20011439313354	-1,547,138.55
Funds Transfers Total (net)		\$85,790.75

End of Day Ledger Balance

Account balances are updated in the section below only on days when transactions posted to this account.

Date	Balance	Date	Balance	Date	Balance
04/30	\$598,076.00	05/10	\$1,248,321.64	05/22	\$571,904.04
05/01	595,276.20	05/11	627,303.57	05/23	3,100,511.86
05/02	593,688.77	05/14	610,225.07	05/24	2,168,415.60
05/03	593,688.77	05/15	602,183.88	05/25	619,867.28
05/07	593,554.17	05/16	599,967.89	05/29	612,767.71
05/08	591,748.45	05/17	599,967.89	05/30	606,382.23
05/09	2,188,465.32	05/21	598,713.04	05/31	603,927.56

Average daily ledger balance \$807,163.22





## Commercial Checking

01 2040000016900 072 140 5 33 28,179

W R GRACE & CO - CONN  
7500 GRACE DR  
COLUMBIA MD 21044  
ATTN: LISA WILLIAMS

CB

## Commercial Checking

5/01/2001 thru 5/31/2001

Account number: 2040000016900  
Account holder(s): W R GRACE & CO - CONN

Taxpayer ID Number: 135114230

### Account Summary

Opening balance 5/01	\$13,472.36
Deposits and other credits	52,870.73 +
Other withdrawals and service fees	28,100.56 -
Closing balance 5/31	\$38,242.53

### Deposits and Other Credits

Date	Amount	Description
5.	150.00	DEPOSIT
5/02	800.00	DEPOSIT
5/02	23,814.11	AUTOMATED CREDIT GRACE DAVISON EDIPAYMENT CO. ID. 1135114230 010502 CCD MISC 000000000104506
5/17	100.00	DEPOSIT
5/17	934.06	DEPOSIT
5/31	22.00	DEPOSIT
5/31	381.94	DEPOSIT
5/31	1,500.00	DEPOSIT
5/31	25,168.62	AUTOMATED CREDIT GRACE DAVISON EDIPAYMENT CO. ID. 1135114230 010531 CCD MISC 000000000106974
<b>Total</b>	<b>\$52,870.73</b>	

### Other Withdrawals and Service Fees

Date	Amount	Description
5/01	5,408.41	CURRENCY COIN ORDER
5/08	9,046.95	CURRENCY COIN ORDER
5/16	4,220.87	CURRENCY COIN ORDER
5/22	4,153.31	CURRENCY COIN ORDER
5/29	5,271.02	CURRENCY COIN ORDER
<b>Total</b>	<b>\$28,100.56</b>	



## Commercial Checking

03

2040000016900 072 140

5 33

28,181

### Customer Service Information

For questions about your statement  
or billing errors, contact us at:

Phone number

Address

Business Checking, CheckCard & Loan Accounts  
Commercial Checking & Loan Accounts  
TDD (For the Hearing Impaired)

1-800-566-3862  
1-800-222-3862  
1-800-388-2234

FIRST UNION NATIONAL BANK  
POST OFFICE BOX 13327  
ROANOKE VA 24040-7314

Commercial Credit Card &amp; Inquiries

1-800-704-0883

FIRST UNION  
POST OFFICE BOX 563966  
CHARLOTTE NC 28256-3966

### To Balance Your Account

1. Compare your account register to your account statement for unrecorded transactions (such as ATM, CheckCard, interest earned, fees, etc.) Your new account register total should match the adjusted balance in line 6 below.

2. Write in the closing balance shown on the front of account statement.

3. Write in any deposits you have made since the date of this statement.

4. Add together amounts listed above in steps 2 and 3.

5. In the section to the right, list and total all checks and withdrawals that you have made that are not reported on your account statement. Write in the total here.

6. Subtract the amount in line 5 from the amount in line 4. This is your adjusted balance and should match the balance in Step 1 above.

#### List Outstanding Checks and Withdrawals

Ck. No.	Amount	Ck. No.	Amount
		Total	

In Case of Errors or Questions About Your Electronic Transfers: Telephone us at 1-800-704-0883 or Write us at FIRST UNION, POST OFFICE BOX 563966, CHARLOTTE NC 28256-3966, as soon as you can, if you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name and account number (if any).
  2. Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
  3. Tell us the dollar amount of the suspected error.
- We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error. You will have use of the money during the time it takes us to complete our investigation.

CHASE

0100222

Statement of Account

W R GRACE & CO (DELAWARE)  
ATTN: MARY BOUGHARD  
62 WHITTEMORE AVENUE  
CAMBRIDGE MA 02140

Account No: 323-881963  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-22  
Statement No: 005

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TRANSACTIONS			BALANCES		ENCLOSURES	
Total Credits	15	93,105.97	Opening (01 MAY 2001)	Closing (31 MAY 2001)	Credits	0
Total Debits (incl. checks)	15	93,105.97	Ledger	.00	Debits	0
Total Checks Paid	0	0.00			Checks	0

Ledger Date	Adj Ledger Date	Value	F T	References	Credit / Debit	Description	Closing Balances Date	Amount
<b>CREDITS</b>								
04MAY		USD 0UR: 0013740114XF			22,005.67	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000323883842	04MAY	0.00
07MAY		USD 0UR: 0030420114XF			1,168.55	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	07MAY	0.00
08MAY		USD 0UR: 0029620114XF			26,244.70	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	08MAY	0.00
09MAY		USD 0UR: 0030400114XF			14,830.15	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	09MAY	0.00
10MAY		USD 0UR: 0030580114XF			36.36	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	10MAY	0.00
11MAY		USD 0UR: 0031020114XF			537.58	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	11MAY	0.00
15MAY		USD 0UR: 0032080114XF			195.85	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	15MAY	0.00
17MAY		USD 0UR: 0601831985			45.00	ACCT RECONCILIATION CREDIT	17MAY	0.00
		0UR: 0000341137YY				ZERO OUT POSITIVE BALANCE	17MAY	0.00
22MAY		USD 0UR: 0030940114XF			1,390.41	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	22MAY	0.00
23MAY		USD 0UR: 0030760114XF			6,849.78	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	23MAY	0.00
24MAY		USD 0UR: 0030060114XF			16,189.24	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	24MAY	0.00
25MAY		USD 0UR: 0032000114XF			1,350.51	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	25MAY	0.00
29MAY		USD 0UR: 0037660114XF			1,762.17	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	29MAY	0.00
<b>LEDGER BALANCES</b>								
04MAY							04MAY	0.00
07MAY							07MAY	0.00
08MAY							08MAY	0.00
09MAY							09MAY	0.00
10MAY							10MAY	0.00
11MAY							11MAY	0.00
15MAY							15MAY	0.00
17MAY							17MAY	0.00
22MAY							22MAY	0.00
23MAY							23MAY	0.00
24MAY							24MAY	0.00
25MAY							25MAY	0.00
29MAY							29MAY	0.00

FT CODE: USD - SAME DAY FUNDS USD - ONE DAY FLOAT USD - THREE DAY FLOAT USD - FIVE DAY FLOAT  
USD - NEXT DAY FUNDS USD - TWO DAY FLOAT USD - FOUR DAY FLOAT USD - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COM-MERCIAL CODE AND CHASE'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN, OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INC...RIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

 CHASE

## Statement of Account

W R GRACE & CO (DELAWARE)  
ATTN: MARY BOUCHARD  
62 WHITTEMORE AVENUE  
CAMBRIDGE MA 02140

Account No: 323-881963  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-22  
Statement No: 005

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Ledger Date	Adj Ledger Date	Value Date	F T	References	Credit / Debit	Description	Closing Balance Amount
<b>CREDITS CONTINUED</b>							
30MAY				USD OUR: 0032040114XF	300.00	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	
31MAY				USD OUR: 0032740114XF	200.00	AUTOMATIC DOLLAR/FLOAT TRANSFER FROM ACCOUNT 000016001257	
<b>DEBITS</b>							
04MAY				USD OUR: 0030570114XF	22,005.67	AUTOMATIC DOLLAR/FLOAT TRANSFER TO ACCOUNT 000016001257	
07MAY				USD OUR: 0105074105WC	1,168.55	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	
08MAY				USD OUR: 0105084105WC	26,244.70	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	
09MAY				USD OUR: 0105094105WC	14,830.15	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	
10MAY				USD OUR: 0105104105WC	36.36	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	
11MAY				USD OUR: 0105114105WC	537.58	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	
15MAY				USD OUR: 0105154105WC	195.85	SYRACUSE DEBIT WE HAVE DEBITED YOUR ACCOUNT AND CREDITED A LIKE AMOUNT TO YOUR CMB N.A. SYRACUSE ACCOUNT # IN ACCORDANCE WITH CASH MANAGEMENT DISBURSEMENT INSTRUCTIONS.	

0 CASE

Statement of Assets

W R GRACE & CO (DELAWARE)  
ATTN: MARY BOUCHARD  
62 WHITTEMORE AVENUE  
CAMBRIDGE MA 02140

Account No: 30 000 0000  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-22  
Statement No: 005

Page 4 of 4

CHECKS

No Activity

REMEDIIUM GROUP INC  
ATTN: MARY BOUCHARD  
62 WHITEMORE AVENUE  
CAMBRIDGE MA 02140

Account No: 323-883842  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-22  
Statement No: 005

Page 1 of 1

TRANSACTIONS			BALANCES		ENCLOSURES	
Total Credits	1	22,005.67	Opening (01 MAY 2001)		Credits	
Total Debits (incl. checks)	1	22,005.67	Ledger		Debits	
Total Checks Paid	0	0.00			Checks	
			Closing (31 MAY 2001)			

Ledger Date	Adj. Ledger Date	Value	F	References	Credit/Debit	Description	Closing Balances
-------------	------------------	-------	---	------------	--------------	-------------	------------------

<b>CREDITS</b>							
04MAY			*	USM DEP REF #	500	22,005.67 UN-ENCODED DEPOSIT	LEDGER BALANCES
						DEPOSIT REFERENCE NUMBER 0000000500	0.00
						*VALUE DATE: 05/07	
						22,003	
						1	

<b>DEBITS</b>							
04MAY				USD OUR: 0013730114XF		22,005.67 AUTOMATIC DOLLAR/FLOAT TRANSFER	
						TO ACCOUNT 000323881963	

<b>CHECKS</b>							
No Activity							

FT CODE:	USD - SAME DAY FUNDS	US1 - ONE DAY FLOAT	US3 - THREE DAY FLOAT	US5 - FIVE DAY FLOAT
	USN - NEXT DAY FUNDS	US2 - TWO DAY FLOAT	US4 - FOUR DAY FLOAT	USM - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND CHASE'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN, OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.



01100224

WJW

Statement of Account

In US Dollars

W. R. GRACE & CO.  
MARY BOUCHARD  
62 WHITEHORE AVENUE  
CAMBRIDGE MA 02140

Account No: 601-831985  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-12  
Statement No: 005 131  
Page 1 of 3

TRANSACTIONS			BALANCES		ENCLOSURES	
			Opening (01 MAY 2001)	Closing (31 MAY 2001)	Credits	Debits
Total Credits	14	71,100.30			0	0
Total Debits (incl. checks)	48	71,100.30			0	0
Total Checks Paid	47	71,055.30			0	0

DATE	AMOUNT	DATE	AMOUNT	DATE	AMOUNT	DATE	AMOUNT
01 MAY		USD	OUR: 0105071985WC	**** Balance ****	0.00		
07 MAY		USD	OUR: 0711001030PP	**** Balance ****	1,168.55		
07 MAY		USD	OUR: 0105081985WC	**** Balance ****	26,244.70		
08 MAY		USD	OUR: 0811001006PP	**** Balance ****	14,830.15		
08 MAY		USD	OUR: 0105091985WC	**** Balance ****	36.36		
09 MAY		USD	OUR: 0911001012PP	**** Balance ****	537.58		
09 MAY		USD	OUR: 0105101985WC	**** Balance ****			
10 MAY		USD	OUR: 1011000973PP	**** Balance ****			
10 MAY		USD	OUR: 0105111985WC	**** Balance ****			
11 MAY		USD	OUR: 1111000996PP	**** Balance ****			

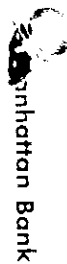
FT CODE: USD - SAME DAY FUNDS USD1 - ONE DAY FLOAT USD3 - THREE DAY FLOAT USD5 - FIVE DAY FLOAT  
USDN - NEXT DAY FUNDS USD2 - TWO DAY FLOAT USD4 - FOUR DAY FLOAT USM - MIXED FLOAT

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Account No: 601-831985  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-12  
Statement No: 005 131

01 1822' 12/97





Statement of Account

In US Dollar

W. R. GRACE & CO.  
MARY BOUCHARD  
62 WHITEHORE AVENUE  
CAMBRIDGE MA 02140

Account No: 601-831985  
Statement Start Date: 01 MAY 2001  
Statement End Date: 31 MAY 2001  
Statement Code: 000-USA-12  
Statement No: 005 131  
Page 3 of 3

DATE	DEBIT	CREDIT	BALANCE	DESCRIPTION
30MAY	USD 0UR: 0105301985WC	300.00	300.00	CDS FUNDING
30MAY	USD 0UR: 3011001006PP			MONEY TRANSFER CREDIT RECEIVED
31MAY	USD 0UR: 0105311985WC			FROM YOUR CBANY ACCOUNT PER
				STANDING INSTRUCTIONS ON FILE
				PACKAGE LISTING
				CLOSING LEDGER BALANCE
			200.00	CDS FUNDING
31MAY	USD 0UR: 3111001015PP			MONEY TRANSFER CREDIT RECEIVED
31MAY				FROM YOUR CBANY ACCOUNT PER
				STANDING INSTRUCTIONS ON FILE
				PACKAGE LISTING
				CLOSING LEDGER BALANCE
			200.00	
			**** Balance ****	



DAREX PR

0/300153/011

AS OF: 25 MAY 01

PAGE 1 OF 3

4704

DAREX PUERTO RICO INC  
C/O W.R. GRACE & CO.  
ATTN: PAUL MILLIKEN  
62 WHITTEMORE AVE  
CAMBRIDGE, MA

02140

REGULAR STATEMENT

405493

# SUMMARY OF BALANCE - CITIBANK PUERTO RICO

OPENING BALANCE AS OF 28 APR 01

1,930,219.69

45 DEBITS

406,150.04

41 CHECKS

402,539.65

4 NON-CHECKS

3,610.39

12 CREDITS

452,300.49

10 DEPOSITS

395,779.32

2 NON-DEPOSITS

56,521.17

CLOSING LEDGER AS OF 25 MAY 01

1,976,370.14

402,539.65  
(9,093.84)

393,445.81  
507,521.17

336,924.00  
9,878.41

## DEPOSIT LIST

See P02

DEPOSIT-NO	DATE	AMOUNT	DEPOSIT-NO	DATE	AMOUNT
	05/02	26,807.47 ✓		05/02	54,335.75 ✓
	05/04	2,522.50 ✓		05/04	8,719.10 ✓
	05/08	10,957.89 ✓		05/14	135,841.58 ✓
	05/21	1,240.68 ✓		05/23	24,503.37 ✓
	05/23	126,065.23 ✓		05/24	4,785.75 ✓

## CHECK LIST

SERIAL-NUM	DATE	AMOUNT	SERIAL-NUM	DATE	AMOUNT
15010	04/30	67,469.00 ✓	15014	05/08	35,108.38 ✓
15015	05/07	4,680.00 ✓	15016	05/10	8,604.00 ✓
15017	05/07	6,317.38 ✓	15018	05/07	40,629.88 ✓
15019	05/11	100.50 ✓	15020	05/14	304.00 ✓
15021	05/10	70,947.89 ✓	15022	05/11	2,395.04 ✓
15023	05/11	21,733.00 ✓	15025	05/14	3,000.00 ✓
15026	05/08	194.74 ✓	15027	05/11	103.50 ✓
15028	05/09	68.00 ✓	15029	05/15	378.00 ✓



DAREX PR

0/300153/011

AS OF: 25 MAY 01

PAGE 2 OF 3

## CHECK LIST

SERIAL-NUM	DATE	AMOUNT	SERIAL-NUM	DATE	AMOUNT
15030	05/11	309.40 ✓	15031	05/11	101.58 ✓
15032	05/09	170.00 ✓	15033	05/09	2,988.00 ✓
15035	05/09	46,642.76 ✓	15035	05/15	46,642.76 ✓
15036	05/15	50.00 ✓	15040	05/16	7,717.75 ✓
15044	05/16	3,018.13 ✓	15048	05/22	12,883.62 ✓
15049	05/24	2,452.86 ✓	15050	05/24	6,317.38 ✓
15052	05/25	648.00 ✓	15054	05/25	658.00 ✓
15055	05/25	328.53 ✓	15064	05/23	382.96 ✓
15065	05/23	100.77 ✓	101127	05/02	819.46 ✓
101128	05/04	1,681.48 ✓	101129	05/02	1,015.00 ✓
101130	05/02	1,059.93 ✓	101131	05/15	819.83 ✓
101132	05/18	1,681.47 ✓	101133	05/15	956.74 ✓
101134	05/15	1,059.93 ✓			

Handwritten notes on the right side of the table:  
 = 4,575.87 ✓  
 = 4,517.97 ✓  
 Total = 9,093.84

## DESCRIPTIVE ITEMS

DATE	TRANSACTION DESCRIPTION	SERIAL-NO	DEBITS	CREDITS	BALANCE
04/28	OPENING BALANCE				1,930,219.69
04/27	BACK VALUE CREDIT			9,878.41	1,940,098.10
04/30	TOTAL CHECKS PAID		67,469.00		1,872,629.10
05/02	TOTAL CHECKS PAID		2,894.39		
05/02	TOTAL DEPOSITS			81,143.22 ✓	1,950,877.93
05/04	TOTAL CHECKS PAID		1,681.48		
05/04	TOTAL DEPOSITS			11,241.60 ✓	1,960,438.05
05/07	TOTAL CHECKS PAID		51,627.26		1,908,810.79
05/08	TOTAL CHECKS PAID		35,303.12		
05/08	TOTAL DEPOSITS			10,957.89 ✓	1,884,465.56
05/09	TOTAL CHECKS PAID		49,868.76		1,834,596.80
05/10	RETURNED CHECK OTHER	1503500		46,642.76	
	ENDORSEMENT NOT AS DRAWN	1503500			
	ACTION: WAIVE	1503500			
	CHECK NO: 15035 00	1503500			
	BANK: B. POPULAR	1503500			
	RETURNED TIMES: 1				
05/10	NAME: BNF CTS		1,696.35		
	ENTRY DESC: PR TAXES				
	INDIVIDUAL ID: C3953-009116852				
05/10	TOTAL CHECKS PAID		79,551.89		1,799,991.32
05/11	TOTAL CHECKS PAID		24,743.02		1,775,248.30
05/14	TOTAL CHECKS PAID		3,304.00		
05/14	TOTAL DEPOSITS			135,841.58 ✓	1,907,785.88
05/15	TOTAL CHECKS PAID		49,907.26		1,857,878.62
05/16	TOTAL CHECKS PAID		10,735.88		1,847,142.74
05/18	TOTAL CHECKS PAID		1,681.47		1,845,461.27



DAREX PR

0/300153/011

AS OF: 25 MAY 01

PAGE 3 OF 3

# DESCRIPTIVE ITEMS

DATE	TRANSACTION DESCRIPTION	SERIAL-NO	DEBITS	CREDITS	BALANCE
05/21	TOTAL DEPOSITS			1,240.68 ✓	1,846,701.95
05/22	TOTAL CHECKS PAID		12,883.62		1,833,818.33
05/23	DEPOSIT ADJUSTMENT DR		66.00		
	DR RE: TOTAL FOR 24,437.37 LISTED				
	AS 24,503.37 IN DEPOSIT.REF#				
	, DATED 20010523 FOR 24,503.37				
05/23	TOTAL CHECKS PAID		483.73		
05/23	TOTAL DEPOSITS			150,568.60 ✓	1,983,837.20
05/24	NAME: BNF CTS		93.61		
	ENTRY DESC: PR TAXES				
	INDIVIDUAL ID: C3953-009172973				
05/24	NAME: BNF CTS		1,754.43		
	ENTRY DESC: PR TAXES				
	INDIVIDUAL ID: C3953-009170142				
05/24	TOTAL CHECKS PAID		8,770.24 ✓		
05/24	TOTAL DEPOSITS			4,785.75 ✓	1,978,004.67
05/25	TOTAL CHECKS PAID		1,634.53 ✓		1,976,370.14
5/25	CLOSING BALANCE				1,976,370.14

ANY ERROR OR OMISSION ON THIS STATEMENT MUST BE NOTIFIED IN WRITING TO THE ATTENTION OF THE CONTROL DIVISION WITHIN THIRTY (30) DAYS FROM MAILING DATE. FAILURE TO DO SO WILL SIGNIFY THAT THE STATEMENT IS CORRECT.

Taxes = 3,544.39  
 { 93.61 }  
 \$ 3,450.78 ✓

## **Federal Income Tax Returns**

<b>Form 1065</b> Department of the Treasury Internal Revenue Service		<b>U.S. Return of Partnership Income</b> For calendar year 2000, or tax year beginning _____, 2000, and ending _____ ▶ See separate instructions.		OMB No. 1545-0099 <b>2000</b>	
A Principal business activity <b>HOLDING COMPANY</b>		Name of partnership <b>CC PARTNERS, LTD.</b>		D Employer identification number <b>65-0670724</b>	
B Principal product or service <b>INVESTMENT</b>		F/K/A CROSS COUNTRY STAFFING, LTD. Number, street, and room or suite no. If a P.O. box, see page 13 of the instructions <b>5400 BROKEN SOUND BLVD. NW, SUITE 300</b> City or town, state, and ZIP code <b>BOCA RATON FL 33487</b>		E Date business started <b>07/01/1996</b>	
C Business code number <b>551112</b>		<b>BOCA RATON FL 33487</b>		F Total assets (see page 13 of the instructions) <b>\$ 189,898,927.</b>	
G Check applicable boxes: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Change in address (4) <input type="checkbox"/> Amended return H Check accounting method: (1) <input type="checkbox"/> Cash (2) <input checked="" type="checkbox"/> Accrual (3) <input type="checkbox"/> Other (specify) ▶ _____ I Number of Schedules K-1 Attach one for each person who was a partner at any time during the tax year ▶ <b>2</b>					

Caution: Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		1c	
	b Less returns and allowances	1b			
	2 Cost of goods sold (Schedule A, line 8)			2	
	3 Gross profit. Subtract line 2 from line 1c			3	
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach schedule)			4	
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5	
	6 Net gain (loss) from Form 4797, Part II, line 18			6	
	7 Other income (loss) (attach schedule)			7	
8 Total income (loss). Combine lines 3 through 7			8		
Deductions (see page 13 of the instructions for instructions)	9 Salaries and wages (other than to partners) (less employment credits)			9	438,233.
	10 Guaranteed payments to partners			10	
	11 Repairs and maintenance			11	
	12 Bad debts			12	
	13 Rent			13	
	14 Taxes and licenses			14	
	15 Interest			15	
	16 a Depreciation (if required, attach Form 4562)	16a			
	b Less depreciation reported on Schedule A and elsewhere on return	16b		16c	
	17 Depletion (Do not deduct oil and gas depletion.)			17	
	18 Retirement plans, etc.			18	
	19 Employee benefit programs			19	
	20 Other deductions (attach schedule)		SEE STATEMENT 1	20	267,076.
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20.			21	705,309.
22 Ordinary income (loss) from trade or business activities. Subtract line 21 from line 8.			22	-705,309.	

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than owner, partner or limited liability company member) is based on all information of which preparer has any knowledge.	
	Signature of preparer (other than owner, partner or limited liability company member) <i>Elyse Napoli Filmer</i>	Date <b>5/27/01</b>
Paid Preparer's Use Only	Preparer's signature <i>Peter R. Woolf</i>	Date <b>4/13/01</b>
	Firm's name (to years if self-employed), address, and ZIP code <b>PRICewaterHOUSECOOPERS LLP</b> <b>200 S. BISCAYNE BLVD. STE. 700</b> <b>MIAMI, FL 33131-2330</b>	Check if self-employed <input type="checkbox"/> Preparer's U.S. TIN <b>527-11-8190</b> EIN <b>13-4008324</b> (Phone no) <b>305-375-7400</b>

For Paperwork Reduction Act Notice, see separate instructions.

Form 1065 (2000)

Form 1065 (2000)

CC PARTNERS

TD

65-0670724

Page 2

**Schedule A** Cost of Goods Sold (see page 17 of the instructions)

1	Inventory at beginning of year	1	
2	Purchases less cost of items withdrawn for personal use	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	
6	Total. Add lines 1 through 5	6	
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	

9 a Check all methods used for valuing closing inventory:

(i) ☐ Cost as described in Regulations section 1.471-3

(ii) ☐ Lower of cost or market as described in Regulations section 1.471-4

(iii) ☐ Other (specify method used and attach explanation) \_\_\_\_\_

b Check this box if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c) ☐ Yes ☐ No

c Check this box if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ☐ Yes ☐ No

d Do the rules of section 263A (for property produced or acquired for resale) apply to the partnership? ☐ Yes ☐ No

e Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☐ No

If "Yes," attach explanation.

**Schedule B** Other Information

1	What type of entity is filing this return? Check the applicable box.	Yes	No
a	<input checked="" type="checkbox"/> Domestic general partnership		
b	<input type="checkbox"/> Domestic limited partnership		
c	<input type="checkbox"/> Domestic limited liability company		
d	<input type="checkbox"/> Domestic limited liability partnership		
e	<input type="checkbox"/> Foreign partnership		
f	<input type="checkbox"/> Other _____		
2	Are any partners in this partnership also partnerships?		X
3	During the partnership's tax year, did the partnership own any interest in another partnership or in any foreign entity that was disregarded as an entity separate from its owner under Regulations sections 301.7701-2 and 301.7701-3? If yes, see instructions for required attachment.		X
4	Is this partnership subject to the consolidated audit procedures of sections 6221 through 6233? If "Yes," see Designation of Tax Matters Partner below.		X
5	Does this partnership meet all three of the following requirements?		
a	The partnership's total receipts for the tax year were less than \$250,000.		
b	The partnership's total assets at the end of the tax year were less than \$600,000; and		
c	Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.		
	If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2, Item F on page 1 of Form 1065, or Item J on Schedule K-1.		X
6	Does this partnership have any foreign partners?		X
7	Is this partnership a publicly traded partnership as defined in section 469(k)(2)?		X
8	Has this partnership filed, or is it required to file, Form 8264, Application for Registration of a Tax Shelter?		X
9	At any time during calendar year 2000, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See page 19 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country.		X
10	During the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520. See page 19 of the instructions.		X
11	Was there a distribution of property or a transfer (e.g., by sale or death) of a partnership interest during the tax year? If "Yes," you may elect to adjust the basis of the partnership's assets under section 754 by attaching the statement described under Elections Made By the Partnership on page 7 of the instructions.		X
12	Enter the number of Forms 8865 attached to this return.		X

**Designation of Tax Matters Partner** (see page 19 of the instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP **CCHP, INC.** Identifying number of TMP **13-3613597**

Address of designated TMP **5400 BROKEN SOUND BLVD. NW, STE. 300 BOCA RATON, FL 33487**

JSA  
0P1020 1-000

Form 1065 (2000)

**Schedule K Partners' Shares Income, Credits, Deductions, etc.**

		(a) Distributive share items	(b) Total amount	
Income (Loss)	1	Ordinary income (loss) from trade or business activities (page 1, line 22)	1	-705,309
	2	Net income (loss) from rental real estate activities (attach Form 8825)	2	
	3a	Gross income from other rental activities	3a	
	b	Expenses from other rental activities (attach schedule)	3b	
	c	Net income (loss) from other rental activities Subtract line 3b from line 3a	3c	
	4	Portfolio income (loss): a Interest income SEE STATEMENT 1	4a	9,602,050
	b	Ordinary dividends	4b	
	c	Royalty income	4c	
	d	Net short-term capital gain (loss) (attach Schedule D (Form 1065))	4d	
	e	Net long-term capital gain (loss) (attach Schedule D (Form 1065))		
	(1) 28% rate gain (loss) (2) Total for year	4e(2)		
f	Other portfolio income (loss) (attach schedule)	4f		
5	Guaranteed payments to partners	5		
6	Net section 1231 gain (loss) (other than due to casualty or theft) (attach Form 4797)	6		
7	Other income (loss) (attach schedule)	7		
Deductions	8	Charitable contributions (attach schedule)	8	
	9	Section 179 expense deduction (attach Form 4562)	9	
	10	Deductions related to portfolio income (itemize)	10	
11	Other deductions (attach schedule)	11		
Credits	12a	Low-income housing credit:		
	(1) From partnerships to which section 42(j)(5) applies for property placed in service before 1990	12a(1)		
	(2) Other than on line 12a(1) for property placed in service before 1990	12a(2)		
	(3) From partnerships to which section 42(j)(5) applies for property placed in service after 1989	12a(3)		
	(4) Other than on line 12a(3) for property placed in service after 1989	12a(4)		
b	Qualified rehabilitation expenditures related to rental real estate activities (attach Form 3468)	12b		
c	Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	12c		
d	Credits related to other rental activities	12d		
13	Other credits	13		
Investment Interest	14a	Interest expense on investment debts	14a	
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f above STMT 1	14b(1)	9,602,050	
(2) Investment expenses included on line 10 above	14b(2)			
Self-Employment	15a	Net earnings (loss) from self-employment	15a	
	b	Gross farming or fishing income	15b	
	c	Gross nonfarm income	15c	
Adjustments and Tax Preference Items	16a	Depreciation adjustment on property placed in service after 1986	16a	
	b	Adjusted gain or loss	16b	
	c	Depletion (other than oil and gas)	16c	
	d (1) Gross income from oil, gas, and geothermal properties	16d(1)		
	(2) Deductions allocable to oil, gas, and geothermal properties	16d(2)		
	e	Other adjustments and tax preference items (attach schedule)	16e	
Foreign Taxes	17a	Name of foreign country or U.S. possession		
	b	Gross income sourced at partner level	17b	
	c	Foreign gross income sourced at partnership level		
	(1) Passive (2) Listed categories (attach schedule) (3) General limitation	17c(3)		
	d	Deductions allocated and apportioned at partner level		
	(1) Interest expense (2) Other	17d(2)		
	e	Deductions allocated and apportioned at partnership level to foreign source income		
	(1) Passive (2) Listed categories (attach schedule) (3) General limitation	17e(3)		
	f	Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	17f	
g	Reduction in taxes available for credit and gross income from all sources (attach schedule)	17g		
Other	18	Section 59(e)(2) expenditures, a Type b Amount	18b	
	19	Tax-exempt interest income	19	
	20	Other tax-exempt income	20	
	21	Nondeductible expenses	21	
	22	Distributions of money (cash and marketable securities)	22	
	23	Distributions of property other than money	23	
	24	Other items and amounts required to be reported separately to partners (attach schedule)		



### Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 7 in column (b). From the result, subtract the sum of Schedule K, lines 8 through 11, 14a, 17f, and 18b.						1	8,896,741.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other	
a General partners	8,896,741.						
b Limited partners							

### Schedule L Balance Sheets per Books (Not required if Question 5 on Schedule B is answered "Yes.")

Assets	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash		3,012,616.		1,412,616.
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach schedule)	STMT 2	2,801,437.		188,401,585.
7 Mortgage and real estate loans				
8 Other investments (attach schedule)				
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets (attach schedule)	STMT 2	182,815,725.		84,726.
14 Total assets		188,629,778.		189,898,927.
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities (attach schedule)	STMT 2	18,954,000.		33,863,695.
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more		23,242,838.		
20 Other liabilities (attach schedule)				
21 Partners' capital accounts		146,432,940.		156,035,232.
22 Total liabilities and capital		188,629,778.		189,898,927.

### Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return (Not required if Question 5 on Schedule B is answered "Yes." See page 30 of the instructions.)

1 Net income (loss) per books	9,602,050.	5 Income recorded on books this year not included on Schedule K, lines 1 through 7 (itemize):	
2 Income included on Schedule K, lines 1 through 4, 6, and 7, not recorded on books this year (itemize)		a Tax-exempt interest \$	
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 11, 14a, 17f, and 18b, not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 11, 14a, 17f, and 18b (itemize):		a Depreciation \$	705,309.
a Depreciation \$		SEE STATEMENT 2	
b Travel and entertainment \$		8 Add lines 6 and 7	705,309.
5 Add lines 1 through 4	9,602,050.	9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5.	8,896,741.

### Schedule M-2 Analysis of Partners' Capital Accounts (Not required if Question 5 on Schedule B is answered "Yes.")

1 Balance at beginning of year	146,432,940.	6 Distributions:	
2 Capital contributed during year		a Cash	
3 Net income (loss) per books	9,602,050.	b Property	
4 Other increases (itemize)		7 Other decreases (itemize)	
SEE STATEMENT 2	242.	8 Add lines 6 and 7	
5 Add lines 1 through 4	156,035,232.	9 Balance at end of year. Subtract line 8 from line 5.	156,035,232.

Form 1065 (2000)

Form 1065 (2000)

FORM 1065 SUPPORTING SCHEDULES

=====

LINE 20 - PAGE 1 - OTHER DEDUCTIONS

=====

ACCOUNTING & LEGAL

267,076

TOTAL OTHER DEDUCTIONS

-----  
267,076.  
=====

SCHEDULE K - LINE 4A - INTEREST INCOME

=====

INTEREST INCOME - INTER CORPORATE

9,602,050.

TOTAL INTEREST INCOME

-----  
9,602,050.  
=====

SCHEDULE K - LINE 14B(1) - INVESTMENT INCOME

=====

INTEREST INCOME

9,602,050.

TOTAL INVESTMENT INCOME, SCHEDULE K, LINE 14B(1)

-----  
9,602,050.  
=====

STATEMENT #1

CC PARTNERS, LTD.

65-0670724

FORM 1065, SUPPORTING SCHEDULES

## =====

## SCHEDULE L - LINE 6 - OTHER CURRENT ASSETS

BEGINNING

ENDING

INCOME TAXES PAYABLE-U.S. STAT

264,462

FEDERAL INCOME TAXES

17,163,886

INTER-COMP LOAN FR/TO CORP HQ

2,801,437.

170,336,705.

BAL W/CONSOL SUBS

636,532.

TOTAL OTHER CURRENT ASSETS

2,801,437.

188,401,585.

## =====

## SCHEDULE L - LINE 13 - OTHER ASSETS

BEGINNING

ENDING

ACCTS. REC. - NCHS

182,815,725.

OTHER ACCRUED LIABILITIES

84,726.

TOTAL OTHER ASSETS

182,815,725.

84,726.

## =====

## SCHEDULE L - LINE 17 - OTHER CURRENT LIABILITIES

BEGINNING

ENDING

ACCRUED CORPORATE TAXES

-17,164,000.

ACCRUED DIVESTMENT RESERVE

36,118,000.

33,863,695.

TOTAL OTHER CURRENT LIABILITIES

18,954,000.

33,863,695.

## =====

## SCHEDULE M-1 - LINE 7A - OTHER DEDUCTIONS IN RETURN NOT ON BOOKS

ACCRUED DV RESERVE

705,309.

TOTAL DEDUCTIONS ON TAX RETURN NOT CHARGED AGAINST BOOK INCOME

705,309.

## =====

## SCHEDULE M-2 - LINE 4 - OTHER INCREASES

OTHER INCREASES

242.

TOTAL OTHER INCREASES

242.

STATEMENT #2

JANUARY 2000

9MH1QH 1642 04/12/2001 09:21:08 V0.06.02 CC PARTNERS



12011305-50

### Partner Address Listing

[illegible]

**SCHEDULE K-1**  
**(Form 1065)**

Department of the Treasury  
 Internal Revenue Service

**Partner's Share of Income, Credits, Deductions, etc.**

See separate instructions.

OMB No. 1545-0099

**2000**

For calendar year 2000 or tax year beginning

2000, and ending

Partner's identifying number ▶ **13-3613597**

Partnership's identifying number ▶ **65-0670724**

Partner's name, address, and ZIP code **PARTNER # 1**

Partnership's name, address, and ZIP code

**CCHP, INC.**  
**5400 BROKEN SOUND BLVD. NW,**  
**STE. 300**  
**BOCA RATON, FL 33487**

**CC PARTNERS, LTD.**  
**F/K/A CROSS COUNTRY STAFFING, LTD.**  
**5400 BROKEN SOUND BLVD. NW, SUITE**  
**300**  
**BOCA RATON, FL 33487**

A This partner is a ☒ general partner ☐ limited partner  
☐ limited liability company member

F Partner's share of liabilities (see instructions)

Nonrecourse

Qualified nonrecourse financing

Other

B What type of entity is this partner? ▶ **CORPORATION**

C Is this partner a ☒ domestic or a ☐ foreign partner?

G Tax shelter registration number ▶

D Enter partner's percentage of (i) Before change of termination (ii) End of year

Profit sharing % **64.000000** %

Loss sharing % **64.000000** %

Ownership of capital % **64.000000** %

H Check here if this partnership is a publicly traded partnership as defined in section 469(k)(2) ☐

E IRS Center where partnership filed return: **ATLANTA**

I Check applicable boxes: (1) ☐ Final K-1 (2) ☐ Amended K-1

**J Analysis of partner's capital account:**

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of lines 3 d and 7, Form 1065, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year (combine columns (a) through (d))
<b>81,761,592.</b>		<b>6,145,467.</b>		<b>87,907,059.</b>

	(a) Distributive share item	(b) Amount	(c) 1040 lines enter the amount in column (b) on:
Income (Loss)	1 Ordinary income (loss) from trade or business activities	<b>1 -451,398.</b>	See page 6 of Partners' Instructions for Schedule K-1 (Form 1065)
	2 Net income (loss) from rental real estate activities	<b>2</b>	
	3 Net income (loss) from other rental activities	<b>3</b>	
	4 Portfolio income (loss):		
	a Interest	<b>4a 6,145,312.</b>	Sch. B, Part I, line 1
	b Ordinary dividends	<b>4b</b>	Sch. B, Part II, line 5
	c Royalties	<b>4c</b>	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	<b>4d</b>	Sch. D, line 5, col. (f)
	e Net long-term capital gain (loss):		
	(1) 28% rate gain (loss)	<b>4e(1)</b>	Sch. D, line 12, col. (g)
Deductions	(2) Total for year	<b>4e(2)</b>	Sch. D, line 12, col. (f)
	f Other portfolio income (loss) (attach schedule)	<b>4f</b>	Enter on applicable line of your return
	5 Guaranteed payments to partner	<b>5</b>	See page 6 of Partners' Instructions for Schedule K-1 (Form 1065)
	6 Net section 1231 gain (loss) (other than due to casualty or theft)	<b>6</b>	
	7 Other income (loss) (attach schedule)	<b>7</b>	Enter on applicable line of your return
	8 Charitable contributions (see instructions) (attach schedule)	<b>8</b>	Sch. A, line 15 or 16
	9 Section 179 expense deduction	<b>9</b>	See pages 7 and 8 of Partners' Instructions for Schedule K-1 (Form 1065)
	10 Deductions related to portfolio income (attach schedule)	<b>10</b>	
	11 Other deductions (attach schedule)	<b>11</b>	
Credits	12a Low-income housing credit:		Form R586, line 5
	(1) From section 42(b)(1) partnerships for property placed in service before 1990	<b>12a(1)</b>	
	(2) Other than on line 12a(1) for property placed in service before 1990	<b>12a(2)</b>	
	(3) From section 42(b)(1) partnerships for property placed in service after 1989	<b>12a(3)</b>	
	(4) Other than on line 12a(3) for property placed in service after 1989	<b>12a(4)</b>	
	b Qualified rehabilitation expenditures related to rental real estate activities	<b>12b</b>	See page 8 of Partners' Instructions for Schedule K-1 (Form 1065)
	c Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	<b>12c</b>	
	d Credits related to other rental activities	<b>12d</b>	
	13 Other credits	<b>13</b>	

For Paperwork Reduction Act Notice, see instructions for Form 1065

Schedule K-1 (Form 1065) 2000

1-01000-1000

SENT BY: 10TH FLOOR

; 7-31- 1 ; 2:10PM ; W. R. GRACE &amp; CO.

4105314522;#11/17

Schedule K-1 (Form 1065) 2000

PARTNER # 1 CCHP, INC.

Page 2

	(a) Distributive item	(b) Amount	(c) 1040 filers enter the amount in column (b) on:
Investment Interest	14 a Interest expense on investment debts	14a	Form 4952, line 1 See page 9 of Partner's Instructions for Schedule K-1 (Form 1065).
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f	b(1)	
	(2) Investment expenses included on line 10	b(2)	
Self-Employment	15 a Net earnings (loss) from self-employment	15a	Sch. SE, Section A or B See page 9 of Partner's Instructions for Schedule K-1 (Form 1065).
	b Gross farming or fishing income	15b	
	c Gross nonfarm income	15c	
Adjustments and Tax Preference Items	16 a Depreciation adjustment on property placed in service after 1986	16a	See page 9 of Partner's Instructions for Schedule K-1 (Form 1065) and Instructions for Form 6251.
	b Adjusted gain or loss	16b	
	c Depletion (other than oil and gas)	16c	
	d (1) Gross income from oil, gas, and geothermal properties	d(1)	
	(2) Deductions allocable to oil, gas, and geothermal properties	d(2)	
	e Other adjustments and tax preference items (attach schedule)	16e	
Foreign Taxes	17 a Name of foreign country or U.S. possession		Form 1116, Part I
	b Gross income sourced at partner level	17b	
	c Foreign gross income sourced at partnership level:		
	(1) Passive	17c(1)	
	(2) Listed categories (attach schedule)	17c(2)	
	(3) General limitation	17c(3)	
	d Deductions allocated and apportioned at partner level:		
	(1) Interest expense	17d(1)	
	(2) Other	17d(2)	
	e Deductions allocated and apportioned at partnership level to foreign source income:		
(1) Passive	17e(1)	Form 1116, Part II	
(2) Listed categories (attach schedule)	17e(2)		
(3) General limitation	17e(3)		
	f Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	17f	See Instructions for Form 1116
	g Reduction in taxes available for credit and gross income from all sources (attach schedule)	17g	
Other	18 Section 59(e)(2) expenditures: a Type		See page 9 of Partner's Instructions for Schedule K-1 (Form 1065)
	b Amount	18b	
	19 Tax-exempt interest income	19	Form 1040, line 8u
	20 Other tax-exempt income	20	
	21 Nondeductible expenses	21	See pages 9 and 10 of Partner's Instructions for Schedule K-1 (Form 1065)
	22 Distributions of money (cash and marketable securities)	22	
	23 Distributions of property other than money	23	
	24 Recapture of low-income housing credit:		Form 8611, line 8
a From section 42(j)(5) partnerships	24a		
b Other than on line 24a	24b		
Supplemental Information	25 Supplemental information required to be reported separately to each partner (attach additional schedules if more space is needed)		

**PARTNER'S SCHEDULE OF ACTIVITIES**

65-0670724

PARTNER # 1 CCHP, IF		Disposed Activity	Qualified Low-Income Housing	Publicly Traded Partnership	Pass-through Activity
Activity Name(s) and Type of Income.					
A CC PARTNERS, LTD.		NO	NO	NO	NO
B CC PARTNERS, LTD.		NO	NO	NO	NO
C					
D					
E					
	Activity A	Activity B	Activity C	Activity D	Activity E
Schedule K-1 Line References	PORTFOLIO	GEN. T/B			
1 Ordinary income		-451,398.			
2 Rental real estate income					
3 Other rental income					
4a Interest income	6,145,312.				
4b Ordinary dividends					
4c Royalties					
4d Short-term capital gain/loss					
4e(1) 28% Rate Long-term capital gain/loss					
4e(2) Total Long-term capital gain/loss					
4f Other portfolio income/loss					
5 Guaranteed payments					
6 Net Section 1231 gain/loss					
7 Other income					
8 Charitable contributions					
9 Section 179 expense					
10 Deductions for portfolio income					
11 Other deductions					
12a(1) Elec. pre-80 low-inc. housing cr.					
12a(2) Other pre-80 low-inc. housing cr.					
12a(3) Elec. post-89 low-inc. housing cr.					
12a(4) Other post-89 low-inc. housing cr.					
12b Qualified rehab. expenditures					
12c Rental real estate credits					
12d Other rental credits					
13 Other credits					
14a Interest expense on inv. debts					
14b(1) Investment income	6,145,312.				
14b(2) Investment expense					
15a Depr. adj. on post-86 property					
15b Adjusted gain/loss					
15c Depletion					
15d(1) Gross income oil/gas/geoth.					
15d(2) Deductions alloc. to oil/gas prop.					
15e Other tax preference					
15f Total gross income (ptr level)					
15g(1) Passive (ptrship level)					
15g(2) Listed categories (ptrship level)					
15g(3) General limitation (ptrship level)					
15d(1) Interest exp. adj. & appt. (ptr level)					
15d(2) Other deductions, adj. & appt. (ptr level)					
15e(1) Passive deductions (ptrship level)					
15e(2) Listed categories (ptrship level)					
15e(3) General limitation (ptrship level)					
15f Total foreign taxes					
15g Reduction in taxes paid for credit					
15h Section 59(c) expenditures					
15i Tax-exempt interest income					
15j Other tax-exempt income					
15k Nondeductible expenses					
15l Low-inc. housing credit recap					
15m Other than Sec. 421(f)(5)					
15 Supplemental information					



SENT BY: 10TH FLOOR

CC PARTNERS, LTD.

65-0670724

SCH K-1 SUPPORTING SCHEDULE PARTNER # 1 CCHP, INC

=====

ITEM J, COLUMN(C) - RECONCILIATION OF INCOME

=====

TOTAL INCOME PER SCHEDULE K-1

5,693,914.

PLUS: DEDUCTIONS ON SCH. K-1, NOT CHARGED AGAINST BOOKS:

ACCRUED DV RESERVE

451,398.

PLUS: OTHER INCREASES TO PARTNER'S CAPITAL

OTHER INCREASES

155.

TOTAL INCOME PER ITEM J, COLUMN(C)

=====

6,145,467.

=====

STATEMENT #1

07/0000000000

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13

**SCHEDULE K-1**  
**(Form 1065)**Department of the Treasury  
Internal Revenue Service**Partner's Share of Income, Credits, Deductions, etc.**

See separate instructions.

OMB No. 1545-0099

**2000**

For calendar year 2000 or tax year beginning

2000, and ending

Partner's identifying number ▶ **65-0670725**Partnership's identifying number ▶ **65-0670724**Partner's name, address, and ZIP code **PARTNER # 2**

Partnership's name, address, and ZIP code

**MRA STAFFING SYSTEMS, INC.  
5400 BROKEN SOUND BLVD. NW,  
STE. 300  
BOCA RATON, FL 33487****CC PARTNERS, LTD.  
F/K/A CROSS COUNTRY STAFFING, LTD.  
5400 BROKEN SOUND BLVD. NW, SUITE  
300  
BOCA RATON, FL 33487****A** This partner is a ☒ general partner ☐ limited partner  
☐ limited liability company member**B** What type of entity is this partner? ▶ **CORPORATION****C** Is this partner a ☒ domestic or a ☐ foreign partner?**D** Enter partner's percentage of:  
Profit sharing % **36.000000** %  
Loss sharing % **36.000000** %  
Ownership of capital % **36.000000** %  
(i) Before change of termination (ii) End of year**E** IRS Center where partnership filed return: **ATLANTA****F** Partner's share of liabilities (see instructions):

Nonrecourse

Qualified nonrecourse financing

Other

**G** Tax shelter registration number ▶**H** Check here if this partnership is a publicly traded partnership as defined in section 469(k)(2) ☐**I** Check applicable boxes: (1) ☐ Final K-1 (2) ☐ Amended K-1**J** Analysis of partner's capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of lines 3, 4, and 7, Form 1065, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year (combine columns (a) through (d))
<b>64,671,348</b>		<b>3,456,825</b>		<b>68,128,173</b>

	(a) Distributive share item	(b) Amount	(c) 1040 filers enter the amount in column (b) on:
<b>Income (Loss)</b>	1 Ordinary income (loss) from trade or business activities	<b>1 -253,911</b>	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065)
	2 Net income (loss) from rental real estate activities	<b>2</b>	
	3 Net income (loss) from other rental activities	<b>3</b>	
	4 Portfolio income (loss):		
	a Interest	<b>4a 3,456,738</b>	Sch. B, Part I, line 1
	b Ordinary dividends	<b>4b</b>	Sch. B, Part II, line 5
	c Royalties	<b>4c</b>	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	<b>4d</b>	Sch. D, line 5, col. (f)
	e Net long-term capital gain (loss):		
	(1) 28% rate gain (loss)	<b>4e(1)</b>	Sch. D, line 12, col. (g)
	(2) Total for year	<b>4e(2)</b>	Sch. D, line 12, col. (f)
<b>Deductions</b>	f Other portfolio income (loss) (attach schedule)	<b>4f</b>	Enter on applicable line of your return.
	5 Guaranteed payments to partner	<b>5</b>	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065)
	6 Net section 1231 gain (loss) (other than due to casualty or theft)	<b>6</b>	
	7 Other income (loss) (attach schedule)	<b>7</b>	Enter on applicable line of your return.
<b>Credits</b>	8 Charitable contributions (see instructions) (attach schedule)	<b>8</b>	Sch. A, line 15 or 16
	9 Section 179 expense deduction	<b>9</b>	See pages 7 and 8 of Partner's Instructions for Schedule K-1 (Form 1065)
	10 Deductions related to portfolio income (attach schedule)	<b>10</b>	
	11 Other deductions (attach schedule)	<b>11</b>	
	12a Low-income housing credit:		Form 8580, line 5
	(1) From section 42(g)(5) partnerships for property placed in service before 1990	<b>12a(1)</b>	
	(2) Other than on line 12a(1) for property placed in service before 1990	<b>12a(2)</b>	
	(3) From section 42(g)(5) partnerships for property placed in service after 1989	<b>12a(3)</b>	
	(4) Other than on line 12a(3) for property placed in service after 1989	<b>12a(4)</b>	
	b Qualified rehabilitation expenditures related to rental real estate activities	<b>12b</b>	See page 8 of Partner's Instructions for Schedule K-1 (Form 1065)
	c Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	<b>12c</b>	
	d Credits related to other rental activities	<b>12d</b>	
	13 Other credits	<b>13</b>	

For Paperwork Reduction Act Notice, see Instructions for Form 1065

Schedule K-1 (Form 1065) 2000

JSA  
01/2001 1.000

SENT BY: 10TH FLOOR

7-31-1 2:30PM W. R. GRACE &amp; CO.

0105314522;#15/17

Schedule K-1 (Form 1065) 2000

PARTNER # 2 MRA STAFFING SYSTEMS, INC.

Page 2

	(a) Distributive item	(b) Amount	(c) 1040 filers enter the amount in column (b) on:
Investment Interest	14 a Interest expense on investment debts	14a	Form 4952, line 1 See page 9 of Partner's instructions for Schedule K-1 (Form 1065).
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f	b(1) 3,456,738	
	(2) Investment expenses included on line 10	b(2)	
Self-employment	15 a Net earnings (loss) from self-employment	15a	Sch. SE, Section A or B See page 9 of Partner's instructions for Schedule K-1 (Form 1065).
	b Gross farming or fishing income	15b	
	c Gross nonfarm income	15c	
Adjustments and Tax Preference Items	16 a Depreciation adjustment on property placed in service after 1986	16a	See page 9 of Partner's instructions for Schedule K-1 (Form 1065) and instructions for Form 6251.
	b Adjusted gain or loss	16b	
	c Depletion (other than oil and gas)	16c	
	d (1) Gross income from oil, gas, and geothermal properties	d(1)	
	(2) Deductions allocable to oil, gas, and geothermal properties	d(2)	
	e Other adjustments and tax preference items (attach schedule)	16e	
Foreign Taxes	17 a Name of foreign country or U.S. possession		Form 1116, Part I
	b Gross income sourced at partner level	17b	
	c Foreign gross income sourced at partnership level:		
	(1) Passive	17c(1)	
	(2) Listed categories (attach schedule)	17c(2)	
	(3) General limitation	17c(3)	
	d Deductions allocated and apportioned at partner level:		
	(1) Interest expense	17d(1)	
	(2) Other	17d(2)	
	e Deductions allocated and apportioned at partnership level to foreign source income:		
(1) Passive	17e(1)	Form 1116, Part II	
(2) Listed categories (attach schedule)	17e(2)		
(3) General limitation	17e(3)		
	f Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	17f	See instructions for Form 1116
	g Reduction in taxes available for credit and gross income from all sources (attach schedule)	17g	See page 9 of Partner's instructions for Schedule K-1 (Form 1065).
Other	18 Section 59(e)(2) expenditures: a Type		Form 1040, line 8b See pages 9 and 10 of Partner's instructions for Schedule K-1 (Form 1065).
	b Amount	18b	
	19 Tax-exempt interest income	19	
	20 Other tax-exempt income	20	
	21 Nondeductible expenses	21	
	22 Distributions of money (cash and marketable securities)	22	
	23 Distributions of property other than money	23	
	24 Recapture of low-income housing credit:		
a From section 42(g)(5) partnerships	24a	Form 8811, line 8	
b Other than on line 24a	24b		
Supplemental information	25 Supplemental information required to be reported separately to each partner (attach additional schedules if more space is needed):		

SENT BY:10TH FLOOR

## PARTNER'S SCHEDULE OF ACTIVITIES

65-0670724

PARTNER # 2 MRA STAFF NG SYSTEMS, INC.		Disposed Activity	Qualified Low-income Housing	Publicly Traded Partnership	Pass-through Activity
Activity Name(s) and Type of Income.					
A CC PARTNERS, LTD.		NO	NO	NO	NO
B CC PARTNERS, LTD.		NO	NO	NO	NO
C					
D					
E					
	Activity A	Activity B	Activity C	Activity D	Activity E
Schedule K-1 Line References	PORTFOLIO	GEN. T/B			
1 Ordinary income		-253,911			
2 Rental real estate income					
3 Other rental income					
4a Interest income	3,456,738.				
4b Ordinary dividends					
4c Royalties					
4d Short-term capital gain/loss					
4e.(1)28% Rate Long-term capital gain/loss					
4e.(2)Taxi Long-term capital gain/loss					
4f Other portfolio income/loss					
5 Guaranteed payments					
6 Net Section 1231 gain/loss					
7 Other income					
8 Charitable contributions					
9 Section 179 expense					
10 Deductions for portfolio income					
11 Other deductions					
12a.(1)Elec. pre-90 low-inc. housing cr.					
12a.(2)Other pre-90 low-inc. housing cr.					
12a.(3)Elec. post-89 low-inc. housing cr.					
12a.(4)Other post-89 low-inc. housing cr.					
12b Qualified rehab. expenditures					
12c Rental real estate credits					
12d Other rental credits					
13 Other credits					
14a Interest expense on inv. debts					
14b.(1)Investment income	3,456,738.				
14b.(2)Investment expense					
16a. Cepr. adj. on post-86 property					
16b Adjusted gain/loss					
16c Depletion					
16d.(1)Gross income oil/gas/geoth.					
16d.(2)Deductions alloc. to oil/gas prop.					
16e Other tax preference					
17b Total gross income (ptr level)					
17c.(1)Passive (ptrship level)					
17c.(2)Listed categories (ptrship level)					
17c.(3)General limitation (ptrship level)					
17d.(1)Interest exp. allo. & appl. (ptr level)					
17d.(2)Other deductions allo. & appl. (ptr level)					
17e.(1)Passive deductions (ptrship level)					
17e.(2)Listed categories (ptrship level)					
17e.(3)General limitation (ptrship level)					
17f Total foreign taxes					
17g Reduction in taxes avail. for credit					
18b Section 59(e) expenditures					
19 Tax-exempt interest income					
20 Other tax-exempt income					
21 Nondeductible expenses					
24a Low-inc. housing credit recap.					
24b Other than Sec. 42(j)(5)					
25 Supplemental information					

SENT BY:10TH FLOOR  
CC PARTNERS, LTD.

65-0670724

SCH 'K-1 SUPPORTING SCHEDULE'S PARTNER # 2 MRA STAFF(3) SYSTEMS, INC.

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ITEM J, COLUMN(C) - RECONCILIATION OF INCOME

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TOTAL INCOME PER SCHEDULE K-1	3,202,827
PLUS: DEDUCTIONS ON SCH. K-1, NOT CHARGED AGAINST BOOKS:	
ACCRUED DV RESERVE	253,911.
PLUS: OTHER INCREASES TO PARTNER'S CAPITAL	
OTHER INCREASES	87.
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TOTAL INCOME PER ITEM J, COLUMN(C)	3,456,825.
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STATEMENT #1

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